

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----	X	
	:	No. 15 Civ. 6369 (JFK)
In re Investment Technology Group, Inc.	:	
Securities Litigation	:	Consolidated
	:	
	:	<b><u>CLASS ACTION</u></b>
	:	
	:	
	:	
	:	Jury Trial Demanded
	:	
	:	
-----	X	

**LEAD PLAINTIFF'S NOTICE OF MOTION FOR  
(i) PRELIMINARY APPROVAL OF SETTLEMENT, (ii) CERTIFICATION  
OF A SETTLEMENT CLASS, AND (iii) APPROVAL OF NOTICE**

PLEASE TAKE NOTICE that Metzler Asset Management GmbH (“Lead Plaintiff”), on behalf of the proposed Class,<sup>1</sup> respectfully moves this Court, pursuant to Rule 23(e) of the Federal Rules of Civil Procedure, for an Order: (a) preliminarily approving the proposed Settlement; (b) approving the proposed form of the Notice and Summary Notice; (c) certifying the Class for purposes of settlement and appointing Lead Plaintiff as class representative and Lead Counsel as class counsel, respectively; (d) approving the proposed methods of disseminating notice; (e) appointing GCG as Claims Administrator; (f) setting a date for the Settlement Hearing; and (g) such other and further relief as this Court deems just and proper. Defendants will not be opposing this motion.

Lead Plaintiff is contemporaneously filing a Memorandum and accompanying Declaration of Gregg S. Levin and exhibits attached thereto (“Levin Declaration”) in support of this Motion.

A proposed Order Preliminarily Approving Settlement, Certifying Settlement Class, and Providing for Notice of Settlement is attached as Exhibit C to Exhibit 1 of the Levin Declaration.

DATED: October 31, 2018

Respectfully submitted,

**MOTLEY RICE LLC**

s/ Gregg S. Levin  
Gregg S. Levin (admitted *pro hac vice*)  
Lance V. Oliver (admitted *pro hac vice*)  
28 Bridgeside Boulevard  
Mt. Pleasant, SC 29464  
Telephone: (843) 216-9000  
Facsimile: (843) 216-9450  
Emails: glevin@motleyrice.com  
loliver@motleyrice.com

---

<sup>1</sup> Capitalized terms not defined in this Notice of Motion have the meaning ascribed to them in the Memorandum of Law in Support of Lead Plaintiff’s Unopposed Motion for (i) Preliminary Approval of Settlement, (ii) Certification of a Settlement Class, and (iii) Approval of Notice, or in the Amended Stipulation and Agreement of Settlement dated as of October 26, 2018.

William H. Narwold  
One Corporate Center  
20 Church Street, 17th Floor  
Hartford, CT 06103  
Telephone: (860) 882-1681  
Facsimile: (860) 882-1682  
Email: [bnarwold@motleyrice.com](mailto:bnarwold@motleyrice.com)

*Lead Counsel*

### **CERTIFICATE OF SERVICE**

I hereby certify that on October 31, 2018, I authorized the electronic filing of Lead Plaintiff's Unopposed Motion for (i) Preliminary Approval of Settlement, (ii) Certification of a Settlement Class, and (iii) Approval of Notice with the Clerk of the Court using the CM/ECF system, which will send a Notice of Electronic Filing to all counsel of record. I also hereby certify I did cause same to be served by email and U.S. mail upon the following:

**PAUL, WEISS, RIFKIND, WHARTON & GARRISON LLP**

John F. Baughman  
Kristina Bunting  
1285 Avenue of the Americas  
New York, NY 10019  
Email: jbaughman@paulweiss.com  
kbunting@paulweiss.com

*Attorneys for Defendant Robert C. Gasser*

**WACHTELL, LIPTON, ROSEN & KATZ**

Warren R. Stern  
Charles P. Griffin  
51 West 52nd Street  
New York, NY 10019  
Emails wrstern@wlrk.com  
cpgriffin@wlrk.com

*Attorneys for Defendant Investment Technology Group, Inc.*

I certify under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on October 31, 2018.

s/ Gregg S. Levin  
Gregg S. Levin (admitted *pro hac vice*)